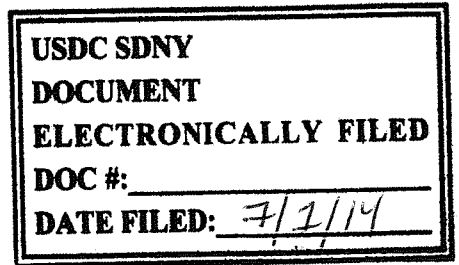


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE TOWER GROUP INTERNATIONAL,
LTD. SECURITIES LITIGATION

Master File No. 1:13-cv-5852-AT



**STIPULATION AND [PROPOSED]
PRELIMINARY CASE MANAGEMENT PLAN**

Co-Lead Plaintiffs Jacksonville Police and Fire Pension Fund, Oklahoma Firefighters Pension and Retirement System, the Kansas City, Missouri Employees' Retirement System (the "Public Pension Funds"), and Adar Enhanced Investment Fund, Ltd. and Adar Investment Fund, Ltd. (the "Adar Funds") (collectively, "Lead Plaintiffs"), and Defendants Tower Group International, Ltd., Michael H. Lee, William E. Hitselberger, and William F. Dove ("Defendants" and, collectively with Lead Plaintiffs, the "Parties") respectfully submit this Stipulation and [Proposed] Preliminary Case Management Plan (the "Plan"). Pursuant to the Court's June 17, 2014 Memorandum and Order directing the Parties to submit a proposed case management plan in advance of the initial pre-trial conference (Dkt. No. 73), counsel for the Parties met and conferred to discuss scheduling issues. Nothing in this Plan is intended to create, limit, or waive any rights, privileges (including the attorney-client or any other applicable privilege), or defenses.

1. The Court ordered the consolidation of all related securities class actions on June 17, 2014. None of the Lead Plaintiffs filed an initial class action complaint. Lead Plaintiffs intend to file a Consolidated Class Action Complaint (the "Consolidated Complaint"), and the Parties have agreed that the Consolidated Complaint will be filed on August 22, 2014.

2. Defendants intend to move to dismiss the Consolidated Complaint. In accordance with Section III(B)(i) of the Court's Individual Rules of Practice, Defendants will communicate with Lead Plaintiffs by letter setting forth their bases for moving for dismissal, and Lead Plaintiffs will respond within seven (7) calendar days informing Defendants whether Lead Plaintiffs will seek to amend the Consolidated Complaint. Within seven (7) calendar days of Lead Plaintiffs' communication to Defendants, Defendants will request a pre-motion conference in accordance with Section III(A) of the Court's Individual Rules of Practice or Lead Plaintiffs will seek leave to amend the Consolidated Complaint. The Parties have agreed to the following dates for the above events:

| | |
|--|--------------------|
| Defendants' Letter to Lead Plaintiffs Pursuant to Section III(B)(i) of the Court's Individual Rules of Practice | September 19, 2014 |
| Lead Plaintiffs' Letter to Defendants Pursuant to Section III(B)(i) of the Court's Individual Rules of Practice | September 26, 2014 |
| Date by which Defendants request a Pre-Motion Conference pursuant to Section III(A) of the Court's Individual Rules of Practice, or Lead Plaintiffs seek leave to amend the Consolidated Complaint pursuant to Section III(B)(i) of the Court's Individual Rules of Practice | October 3, 2014 |

3. The Parties have agreed to the following schedule for the briefing of Defendants' motion to dismiss once allowed by the Court:

| | |
|--|--|
| Defendants' Motion to Dismiss | 45 days following Court's Order allowing Motion |
| Lead Plaintiffs' Opposition to Defendants' Motion to Dismiss | 45 days following service of the Motion to Dismiss |
| Defendants' Reply in Further Support of Motion to Dismiss | 30 days following service of the Opposition |

4. The July 21, 2014 pre-trial conference, and the July 14, 2014 deadline for submission of a joint letter and proposed case management plan (*see* Dkt. No. 73) are hereby adjourned. The parties shall submit a joint letter and proposed case management plan within 14

days of any denial, in whole or part, of Defendants' motion(s) to dismiss or denial of Defendants' request to make such a motion(s).

5. The undersigned counsel for Defendants agree to accept service on behalf of the Defendants, and Defendants waive any defense to improper service of process. The Parties agree that they shall serve documents, including pleadings, discovery requests, and trial materials, on each other through e-mail or ECF, except to the extent that transmission of any such documents electronically is impractical, in which event service shall be made by hand or through overnight delivery. Service by e-mail shall be considered the same as service by hand.

6. The Parties do not consent to conducting all further proceedings before a magistrate judge, including motions and trial.

DATED: June 30, 2014

Respectfully submitted,

**BERNSTEIN LITOWITZ BERGER &
GROSSMANN LLP**

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*Co-Lead Counsel for Lead Plaintiffs and the
Class*

SO ORDERED:

Dated: July 1, 2014
New York, New York



ANALISA TORRES
United States District Judge